Beacon Electric Asset Holdings, Inc.
(A Subsidiary of Metro Pacific Investments Corporation)

Financial Statements
December 31, 2019 and 2018

and

Independent Auditor's Report

SGV
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SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 891 0307
Fax: (632) 819 0872
ey.com/ph

BOA/PRC Reg. No. 0001,
October 4, 2018, valid until August 24, 2021
SEC Accreditation No. 0012-FR-5 (Group A),
November 6, 2018, valid until November 5, 2021

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders
Beacon Electric Asset Holdings, Inc.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Beacon Electric Asset Holdings, Inc. (the Company), which comprise the statements of financial position as at December 31, 2019 and 2018, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2019 and 2018, and its financial performance and its cash flows for the years then ended in accordance with Philippine Financial Reporting Standards (PFRSs).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRSs, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company’s financial reporting process.

Auditor’s Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with PSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on the Supplementary Information Required Under Revenue Regulations 15-2010

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information required under Revenue Regulations 15-2010 in Note 16 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such information is the responsibility of the management of Beacon Electric Asset Holdings, Inc. The information has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.

Marydith C. Miguel

Marydith C. Miguel
Partner
CPA Certificate No. 65556
SEC Accreditation No. 0087-AR-5 (Group A),
January 10, 2019, valid until January 9, 2022
Tax Identification No. 102-092-270
BIR Accreditation No. 08-001998-55-2018,
February 26, 2018, valid until February 25, 2021
PTR No. 8125270, January 7, 2020, Makati City

February 26, 2020

BEACON ELECTRIC ASSET HOLDINGS, INC.
(A Subsidiary of Metro Pacific Investments Corporation)

STATEMENTS OF FINANCIAL POSITION
(Amounts in Millions)

	December 31	
	2019	2018
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 4, 11 and 12)	**₱456**	₱2,486
Receivables and other current assets (Notes 11 and 12)	**7**	17
Total Current Assets	**463**	2,503
Noncurrent Assets		
Investments in a subsidiary and an associate (Note 5)	**94,897**	94,747
	₱95,360	₱97,250
LIABILITIES AND EQUITY		
Current Liabilities		
Current portion of long-term debt (Notes 7, 11 and 12)	**₱–**	₱424
Other current liabilities (Notes 6, 11 and 12)	**14**	1,457
Total Current Liabilities	**14**	1,881
Noncurrent Liabilities		
Long-term debt - net of current portion (Notes 7, 11 and 12)	**–**	6,715
Equity		
Capital stock (Note 9)	**5,481**	5,267
Additional paid-in capital	**87,383**	81,399
Treasury shares (Note 9)	**(7,000)**	(7,000)
Retained earnings	**9,482**	8,988
Total Equity	**95,346**	88,654
	₱95,360	₱97,250

See accompanying Notes to Financial Statements.

BEACON ELECTRIC ASSET HOLDINGS, INC.
(A Subsidiary of Metro Pacific Investments Corporation)

STATEMENTS OF COMPREHENSIVE INCOME
(Amounts in Millions)

	Years Ended December 31	
	2019	2018
INCOME		
Dividend income (Note 5)	**₱6,328**	₱5,271
Interest income (Note 4)	**176**	156
	6,504	5,427
EXPENSES		
Interest expense (Note 11)	**369**	541
Loan prepayment (Note 7):		
Penalty on prepayment of loan	**76**	596
Adjustment to amortized cost due to change in expected cash flows	**42**	44
Amortization of debt issuance costs (Note 7)	**8**	12
Others	**10**	7
	505	1,200
INCOME BEFORE FINAL TAX	**5,999**	4,227
PROVISION FOR FINAL TAX	**35**	31
NET INCOME	**5,964**	4,196
OTHER COMPREHENSIVE INCOME	**–**	–
TOTAL COMPREHENSIVE INCOME	**₱5,964**	₱4,196

See accompanying Notes to Financial Statements.

BEACON ELECTRIC ASSET HOLDINGS, INC

(A Subsidiary of Metro Pacific Investments Corporation)

STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018

(Amounts in Millions)

	Capital Stock (Note 9)						
	Preferred Stock	Common Stock	Total	Additional Paid-in Capital (Note 9)	Treasury Shares (Note 9)	Retained Earnings (Note 9)	Total
Balances as at January 1, 2019	**₱2,555**	**₱2,712**	**₱5,267**	**₱81,399**	**(₱7,000)**	**₱8,988**	**₱88,654**
Total comprehensive income	**–**	**–**	**–**	**–**	**–**	**5,964**	**5,964**
Share issuance (Note 9)	**214**	**–**	**214**	**5,986**	**–**	**–**	**6,200**
Transaction costs (Note 9)	**–**	**–**	**–**	**(2)**	**–**	**–**	**(2)**
Dividends declared (Note 9)	**–**	**–**	**–**	**–**	**–**	**(5,470)**	**(5,470)**
Balances as at December 31, 2019	**₱2,769**	**₱2,712**	**₱5,481**	**₱87,383**	**(₱7,000)**	**₱9,482**	**₱95,346**
Balances as at January 1, 2018	₱2,555	₱2,583	₱5,138	₱76,629	(₱7,000)	₱9,110	₱83,877
Total comprehensive income	–	–	–	–	–	4,196	4,196
Share issuance (Note 9)	–	129	129	4,771	–	–	4,900
Transaction costs (Note 9)	–	–	–	(1)	–	–	(1)
Dividends declared (Note 9)	–	–	–	–	–	(4,318)	(4,318)
Balances as at December 31, 2018	₱2,555	₱2,712	₱5,267	₱81,399	(₱7,000)	₱8,988	₱88,654

See accompanying Notes to Financial Statements.

BEACON ELECTRIC ASSET HOLDINGS, INC.
(A Subsidiary of Metro Pacific Investments Corporation)

STATEMENTS OF CASH FLOWS
(Amounts in Millions)

	Years Ended December 31	
	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before final tax	**₱5,999**	₱4,227
Adjustments for:		
Dividend income (Note 5)	**(6,328)**	(5,271)
Interest expense (Note 11)	**369**	541
Interest income (Note 4)	**(176)**	(156)
Amortization of debt issuance costs (Note 7)	**8**	12
Adjustment to amortized cost due to change in expected cash flows (Note 7)	**42**	44
Penalty on prepayment of loan (Note 7)	**76**	596
Operating loss before working capital changes	**(10)**	(7)
Decrease in accounts payable and other current liabilities	**(2)**	(2)
Net cash used in operations	**(12)**	(9)
Dividends received (Note 5)	**6,328**	5,271
Interest received	**186**	150
Final tax paid	**(35)**	(31)
Net cash from operating activities	**6,467**	5,381
CASH FLOWS FROM INVESTING ACTIVITIES		
Additional investments in a subsidiary (Note 5)	**(150)**	(400)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of shares (Note 9)	**6,200**	4,900
Payments for:		
Interest on loans	**(404)**	(599)
Dividends declared (Note 9)	**(6,876)**	(2,912)
Long-term debt (Note 7)	**(7,189)**	(7,820)
Penalty on prepayment of loan (Note 7)	**(76)**	(596)
Transaction costs on issuance of shares (Note 9)	**(2)**	(1)
Net cash used in financing activities	**(8,347)**	(7,028)
NET DECREASE IN CASH AND CASH EQUIVALENTS	**(2,030)**	(2,047)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**2,486**	4,533
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	**₱456**	₱2,486

See accompanying Notes to Financial Statements.

NOTES TO FINANCIAL STATEMENTS
(In Million Pesos, Except Per Share Amounts and Number of Shares)

1. Corporate Information

Beacon Electric Asset Holdings, Inc. (the Company or Beacon) was incorporated in the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on February 10, 2010 with the initial sole purpose of consolidating the respective ownership interests in Manila Electric Company (MERALCO) of Metro Pacific Investments Corporation (MPIC) and PLDT Communications and Energy Ventures, Inc. (PCEV).

The Company was originally a joint venture between MPIC and PCEV, with equity interests in the form of shares and share entitlements in the Company divided equally between them. However, MPIC and PCEV entered into the following transactions:

- In May 2016, MPIC acquired from PCEV common shares and preferred shares representing 25% economic rights of Beacon for the total consideration of ₱26.2 billion.
- In June 2017, MPIC entered into a Share Purchase Agreement with PCEV for the purchase of PCEV's 25% remaining interest in Beacon for a total purchase price of ₱21.8 billion.

Consideration for the abovementioned transactions are to be settled on an installment basis with full settlement expected by 2020 and 2021 for the 2016 and 2017 share purchase agreements, respectively. Under these agreements, PCEV shall retain the voting rights over these shares until full payment of the total consideration.

As a result of the June 2017 acquisition, as owner of 100% of the economic rights over all the issued and outstanding shares of the Company, MPIC started to account for its investment in Beacon as an investment in a subsidiary.

MPIC's shareholder, Metro Pacific Holdings, Inc. (MPHI) owns 41.9% of the total issued and outstanding common shares of MPIC as at December 31, 2019 and 41.9% of the total issued shares (or 42.0% of the total outstanding common shares) as at December 31, 2018. As sole holder of the voting Class A Preferred Shares of MPIC, MPHI's combined voting interest as a result of all of its shareholdings is estimated at 55.0% as at December 31, 2019 and 2018. MPHI is a Philippine corporation whose stockholders are Enterprise Investment Holdings, Inc. (EIH; 60.0% interest), Intalink B.V. (26.7% interest) and First Pacific International Limited (FPIL; 13.3% interest). First Pacific Company Limited (FPC), a company incorporated in Bermuda and listed in Hong Kong, through its subsidiaries, Intalink B.V. and FPIL, holds 40.0% equity interest in EIH and investment financing which under Hong Kong Generally Accepted Accounting Principles, require FPC to account for the results and assets and liabilities of EIH and its subsidiaries as part of FPC group of companies in Hong Kong.

PCEV is 99.9% owned by Smart Communications, Inc. (Smart) as at December 31, 2019 and 2018. Smart is wholly owned and controlled by PLDT Inc., a company incorporated in the Philippines.

The registered office address of the Company is Unit 9-2, 9/F Net One Center, 26th cor. 3rd Avenue, Bonifacio Global City, Taguig City.

The accompanying financial statements as at and for the years ended December 31, 2019 and 2018 were approved and authorized for issuance by the Board of Directors (BOD) on February 26, 2020.

2. **Summary of Significant Accounting Policies**

Basis of Preparation
The accompanying financial statements have been prepared under the historical cost basis and are presented in Philippine peso, which is the Company's functional and presentation currency and all values are rounded to the nearest million, except when otherwise indicated.

The Company, a subsidiary of MPIC (see Note 1), elected not to prepare consolidated financial statements under the exemption provided in Philippine Financial Reporting Standards (PFRS) 10, *Consolidated Financial Statements.* MPIC prepares consolidated financial statements in conformity with PFRSs and such consolidated financial statements are filed with the Philippine SEC and Philippine Stock Exchange and are available for public use. These consolidated financial statements may also be obtained at 10th Floor, MGO Building, Legaspi corner Dela Rosa Streets, Legaspi Village, Makati City.

Statement of Compliance
The accompanying financial statements have been prepared in accordance with PFRSs.

Changes in Accounting Policies
The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of revised and amended PFRSs effective January 1, 2019. Adoption of the following standards and amendments did not have any material impact on the Company's financial statements:

- Philippine Interpretation IFRIC 23*, Uncertainty over Income Tax Treatments*
- PFRS 16, *Leases*
- Amendments to PFRS 9*, Prepayment Features with Negative Compensation*
- Amendments to PAS 19, *Employee Benefits, Plan Amendment, Curtailment or Settlement*
- Amendments to PAS 28, *Long-term Interests in Associates and Joint Ventures*
- Annual Improvements to PFRSs 2015-2017 Cycle
    - Amendments to PFRS 3, *Business Combinations,* and PFRS 11, *Joint Arrangements, Previously Held Interest in a Joint Operation*
    - Amendments to PAS 12*, Income Tax Consequences of Payments on Financial Instruments Classified as Equity*
    - Amendments to PAS 23*, Borrowing Costs, Borrowing Costs Eligible for Capitalization*

Accounting Policies and Disclosures
The principal accounting and financial reporting policies adopted in preparing the Company's financial statements are as follows:

Current Versus Non-current Classification
The Company presents assets and liabilities in the statement of financial position based on current/non-current classification.

An asset is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities, if any, are classified as non-current assets and liabilities, respectively.

Fair Value Measurement
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability; or,
- in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described, as follows, based on the lowest-level input that is significant to the fair value measurement as a whole:

- Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 – Valuation techniques for which the lowest-level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 – Valuation techniques for which the lowest-level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest-level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above (see Note 12).

Cash and Cash Equivalents

Cash comprises cash in banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash, with original maturities of three (3) months or less from dates of acquisition and are subject to an insignificant risk of change in value.

Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial Recognition. Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (FVOCI), and fair value through profit or loss (FVPL).

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under PFRS 15, *Revenue from Contracts with Customers*.

In order for a financial asset to be classified and measured at amortized cost or FVOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent Measurement. For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at FVOCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at FVOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at FVPL

The Company measures financial assets at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and,
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Company's financial assets at amortized cost include cash and cash equivalents and receivables. The Company has no financial assets at FVOCI (debt instruments), financial assets designated at FVOCI (equity instruments) and financial assets at FVPL.

Impairment. The Company recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at FVPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Company establishes a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Derecognition. A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Company's statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or,
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial Liabilities

Initial Recognition and Measurement. Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include long-term debt and other current liabilities as at December 31, 2019 and 2018.

Subsequent Measurement. After initial recognition, long-term debt and other current liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is recognized in the statement of comprehensive income.

Derecognition. A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of comprehensive income.

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

Investments in a Subsidiary and an Associate

Investments in a subsidiary and an associate are accounted for at cost less any impairment in value.

Any gain or loss arising from disposal of investment (calculated as the difference between the proceeds and the cost of investment) is included in profit or loss in the year investment is disposed.

Impairment of Nonfinancial Assets

The Company assesses at each reporting date whether there is an indication that investments may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators. Impairment losses are recognized in the statement of comprehensive income in those expense categories consistent with the function of the impaired asset.

An assessment is made at each financial reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of comprehensive income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Capital Stock and Additional Paid-in Capital
Preferred and common stocks are measured at par value for all shares issued. Incremental costs incurred directly attributable to the issuance of new shares are shown in equity as a deduction from proceeds, net of tax. Proceeds and/or fair value of considerations received in excess of par value are recognized as additional paid-in capital.

Treasury Shares
Own equity instruments that are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in the additional paid-in capital.

Retained Earnings
Retained earnings include profit attributable to the Company's equity holders. Retained earnings may also include effect of changes in accounting policy as may be required by the standard's transitional provisions. Retained earnings represent the Company's accumulated earnings, net of dividends declared.

Income Recognition
Revenue is recognized at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring goods and services to a customer. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as a principal or agent.

The Company evaluates the timing and amount of income with specific recognition criteria as follows:

Dividend Income. Dividends are recognized in profit or loss when the Company's right to receive dividends is established.

Interest Income. Interest income on financial assets at amortized cost calculated using the effective interest method is recognized in the statement of comprehensive income.

Expenses Recognition

Expenses are recognized in the Company's statement of comprehensive income when a decrease in future economic benefit related to a decrease of an asset or an increase of a liability has arisen that can be measured reliably. Expenses are recognized in the Company's statement of comprehensive income on the basis of systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association with income can only be broadly or indirectly determined; or immediately when expenditure produces no future economic benefits or when, and to the extent that, future economic benefits do not qualify, cease to qualify, for recognition in the statement of financial position as an asset.

Income Tax

Current Tax. Current tax assets and liabilities for the current and prior period are measured at the amount expected to be recovered from or paid to the tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of reporting period.

Deferred Tax. Deferred tax is provided, using the liability method, on all temporary differences at the end of reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences and unused net operating loss carry-over (NOLCO), to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and NOLCO can be utilized. Deferred tax, however, is not recognized when it arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each end of reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are measured at each end of reporting period and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of reporting period.

Deferred taxes relating to items recognized outside profit or loss are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to offset current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same tax authority.

Provisions
Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are made by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense.

Where the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of comprehensive income, net of any reimbursement.

Contingencies
Contingent liabilities are not recognized in the financial statements but are disclosed in the notes unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized in the financial statements but are disclosed in the notes to financial statements when an inflow of economic benefits is probable.

Events After the Reporting Period
Post year-end events that provide additional information about the Company's financial position at the end of reporting period (adjusting events), if any, are reflected in the Company's financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the financial statements when material.

3. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the financial statements in compliance with PFRSs requires management to make judgments, estimates and assumptions that affect certain reported amounts and disclosures. In preparing the financial statements, management has made its best estimates and assumptions of certain amounts, giving due consideration to materiality. The judgments, estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the financial statements. Actual results could differ from those estimates, and such estimates will be adjusted accordingly.

Judgments, estimates and assumptions include expectations of future events that are believed to be reasonable under the circumstances.

The Company believes that the following represent a summary of the significant judgments, estimates and assumptions, related impact and associated risks in the financial statements.

Judgments
Classification of Preferred Shares. An instrument is an equity instrument if and only if, the instrument includes no contractual obligation either to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the issuer. Based on the Company's evaluation, the preferred shares are equity instruments because the shares are redeemable only at the option of the Company as the issuer and that dividends are at the discretion of the Company's BOD (see Note 9).

Estimates and Assumptions

Determination of Fair Value of Financial Instruments. Entities are required to disclose for each class of financial assets and liabilities the fair value of that class of assets and liabilities in a way that permits it to be compared with the corresponding carrying amount in the Company's statement of financial position, which requires the use of accounting judgment and estimates. Significant components of fair value measurement are determined using verifiable objective evidence (i.e., interest rates, volatility rates), and timing and amount of changes in fair value would differ with the valuation methodology used. Any changes in fair value of these financial assets and liabilities would affect the disclosures made by management.

The fair value of the Company's financial assets and liabilities are disclosed in Note 12.

Impairment of Financial Assets. The Company has the following financial assets that are subject to the ECL model: (i) cash and cash equivalents; and (ii) receivables.

Carrying value of financial assets as at December 31, 2019 and 2018 are as follows:

	2019	2018
Cash in banks	**₱7**	₱34
Short-term deposits	**449**	2,542
Interest receivable	**1**	11

While cash and cash equivalents and receivables are subject to the impairment requirements of PFRS 9, the identified impairment loss was immaterial. The Company assessed that the provision for ECL of financial assets amounted to nil as of December 31, 2019 and 2018.

Determination of Impairment of Investments. Impairment review is performed when certain impairment indicators are present. Determining the fair value of assets requires the estimation of cash flows expected to be generated from the continued use and ultimate disposition of such assets.

While it is believed that the assumptions used in the estimation of fair values reflected in the financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material impact on the results of operations.

There were no impairment indicators on the investment in Beacon PowerGen Holdings, Inc. (BPHI) as at December 31, 2019 and 2018. The carrying value of the investment in BPHI as at December 31, 2019 and 2018 amounted to ₱11,752.5 million and ₱11,602.5 million, respectively. The fair value and carrying value of the investment in MERALCO as at December 31, 2019 amounted to ₱124,246.9 million and ₱83,144.4 million, respectively. The fair value and carrying value of the investment in MERALCO as at December 31, 2018 amounted to ₱151,712.8 million and ₱83,144.4 million, respectively (see Note 5).

Non-recognition of Deferred Tax Assets. The Company's assessment of the non-recognition of deferred tax assets is based on the projected taxable income in the following years. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable income will allow the deferred tax assets to be recovered.

Unrecognized deferred tax assets related to unutilized NOLCO amounted to ₱771.9 million and ₱908.8 million as at December 31, 2019 and 2018, respectively, since management believes that it is not probable that future taxable income will be available against which the deferred tax assets can be utilized (see Note 10).

4. Cash and Cash Equivalents

As at December 31, 2019 and 2018, this account consists of:

	2019	2018
	(In Million Pesos)	
Cash in banks	**₱7**	₱34
Short-term deposits	**449**	2,452
	₱456	₱2,486

Cash in banks earn interest at the prevailing bank deposit rates. Short-term deposits are made for varying periods of up to three (3) months depending on the immediate cash requirements of the Company and earn interest at the prevailing short-term deposit rates.

Interest earned, net of final tax, from cash in banks and short-term deposits amounted to ₱141.0 million and ₱124.7 million in 2019 and 2018, respectively.

5. Investments in a Subsidiary and an Associate

As at December 31, the Company has investments in the following entities:

	Relationship	Ownership Interest	**2019**	2018
			(In Million Pesos)	
BPHI	Subsidiary	100.00%	**₱11,753**	₱11,603
MERALCO	Associate	34.96%	**83,144**	83,144
			₱94,897	₱94,747

BPHI

On May 30, 2016, the Company subscribed to 1,120.0 million common shares of BPHI for ₱10.00 per share amounting to ₱11.2 billion, which represents 100% equity interest in BPHI. The proceeds from the subscription was used by BPHI to acquire 56% ownership in Global Business Power Corporation (GBPC). GBPC, a holding company which, through its subsidiaries, is one of the leading independent power producers in the Visayas region and Mindoro Island.

GBPC's power generation facilities consist of: (i) 246 megawatts (MW) clean coal-fired power plant in Toledo City, Cebu, which is operated by Cebu Energy Development Corporation (CEDC); (ii) 164 MW and 150 MW clean coal-fired power plants in Iloilo City, which is operated by Panay Energy Development Corporation (PEDC); (iii) 60 MW coal facility, an 82 MW clean coal fired power plant and a 40 MW fuel oil facility operated by Toledo Power Co. (TPC); (iv) a 72 MW fuel oil facility, a 20 MW fuel oil facility, a 7.5 MW fuel oil facility and a 5 MW fuel oil facility operated by Panay Power Corporation (PPC); and (v) 7.5 MW fuel oil facility operated by GBH Power Resources Inc.

GBPC also has a 50% less one share stake in Alsons Thermal Energy Corp. (ATEC). ATEC has ownership in the following companies: (i) 75% in Sarangani Energy Corporation which owns a 105 MW baseload coal-fired plant already in operation and another 105 MW under construction in Maasim, Sarangani Province; (ii) 100% in San Ramon Power, Inc. (SRPI) which is developing a 105 MW baseload coal-fired plant in Zamboanga City; and (iii) 100% in ACES Technical Services

Corporation. The second 105 MW unit in Sarangani Province declared commercial operations on October 10, 2019.

GBPC, through its operating generation subsidiaries, entered into bilateral off-take arrangements with power off-takers such as distribution utilities, electric cooperatives, retail electricity suppliers and directly connected industrial customers which together accounted for 90% and 89% of GBPC's total electricity sales for the years ended December 31, 2019 and 2018, respectively.

On December 19, 2017, the Company's BOD approved the Company's subscription to 40 million common shares in BPHI, at the price of ₱10.0 per common share, or the aggregate subscription price of ₱400 million, payable in cash. The subscription was fully settled on January 12, 2018.

On January 18, 2019, the Company's BOD approved the Company's subscription to 15 million common shares in BPHI, at the price of ₱10.0 per common share, or the aggregate subscription price of ₱150.0 million, payable in cash. The subscription was fully settled on February 11, 2019.

MERALCO

MERALCO is the Philippines' largest electric power distribution company. MERALCO holds a congressional franchise under Republic Act (RA) No. 9209 effective June 28, 2003. RA No. 9209 grants MERALCO a 25-year franchise valid through June 28, 2028 to construct, operate, and maintain the electric distribution system in the cities and municipalities of Bulacan, Cavite, Metro Manila, and Rizal and certain cities, municipalities, and barangays in the provinces of Batangas, Laguna, Pampanga, and Quezon. On October 20, 2008, the Energy Regulatory Commission (ERC), granted MERALCO a consolidated Certificate of Public Convenience and Necessity for the operation of electric service within its franchise coverage, effective until the expiration of MERALCO's congressional franchise.

MERALCO's participation in Retail Electricity Supply (RES) is through its local RES unit, Mpower. In 2017, the ERC granted MERALCO's wholly owned subsidiary, Vantage Energy Solutions and Management, Inc. (VESM), Solvre, Inc., a wholly owned subsidiary of Meralco PowerGen Corporation, and MeridianX Inc., a wholly owned subsidiary of Comstech Integration Alliance, Inc., distinct RES licenses to operate as retail electricity suppliers in Luzon and Visayas.

MERALCO is a Philippine corporation with its shares listed on the Philippine Stock Exchange. Fair value of MERALCO shares as at December 31, 2019 based on share price of ₱315.30 amounted to ₱124,246.9 million. A pledge on the Company's investments in MERALCO shares secures the Company's loan facilities with a syndicate of various financial institutions (see Note 7).

Dividend income from MERALCO amounted to ₱6,327.8 million and ₱5,270.9 million in 2019 and 2018, respectively.

6. **Other Current Liabilities**

As at December 31, 2019 and 2018, this account consists of:

	2019	2018
	(In Million Pesos)	
Withholding taxes	**₱14**	₱16
Dividends payable (Note 9)	–	1,406
Interest (Note 7)	–	35
	₱14	₱1,457

Withholding taxes largely include 20% withholding tax on interest payments on loans to be remitted to the Bureau of Internal Revenue within the next financial year.

7. Long-term Debt

As at December 31, 2019 and 2018, this account consists of:

Description	Interest Rate (per annum)	Terms	**2019**	2018
			(In Million Pesos)	
₱9,000.0 Million Corporate Note				
₱2,950.0 million (Tranche A)	6.00%	Availed of in 2013; payable in 10 years with semi-annual interest and principal repayments; final repayment in July 2023	**₱–**	₱2,301
₱5,000.0 Million Corporate Note	5.25% subject to repricing on the fifth year	Availed of in 2017; payable in 10 years with semi-annual interest and principal repayments; final repayment in May 2027	**–**	4,888
Total			**–**	7,189
Less unamortized debt issue cost			**–**	50
			–	7,139
Less current portion (net of unamortized debt issue cost of ₱9.0 million in 2018)			**–**	424
Noncurrent portion			**₱–**	₱6,715

Principal repayments amounted to ₱7,188.5 million and ₱7,820.5 million in 2019 and 2018, respectively. The repayment of these loans based on existing terms is provided on Note 11*, Financial Risk Management Objectives and Policies*.

The movements in unamortized debt issuance costs for the years ended December 31, 2019 and 2018 are as follow:

	2019	2018
	(In Million Pesos)	
Balance at beginning of year	**₱50**	₱106
Amortization	**(8)**	(12)
Derecognition	**(42)**	(44)
Balance at end of year	**₱–**	₱50

Loan Prepayment. Beacon prepaid the following loans:

- In 2019, the outstanding balances under the 10-year, *₱5,000.0 million Corporate Notes* and the 10-year, *₱9,000.0 million Corporate Notes* with carrying values of ₱4,719.7 million and ₱1,995.0 million, respectively, prior to prepayment.
- In 2018, the outstanding balance under the 10-year, *₱11,000.0 million Corporate Notes* with carrying value of ₱7,759.8 million prior to prepayment.

Unamortized debt issue costs have been derecognized on the abovementioned prepaid loans. Prepayment penalties and other related costs totaling ₱76.1 million and ₱595.7 million were recognized in the statements of comprehensive income for the years ended December 31, 2019 and 2018, respectively.

Loan Security. The outstanding loans are secured by a pledge on MERALCO shares owned by the Company and shall, from the date of the pledge over the MERALCO shares, maintain the loan to value ratio at 50%, subject to call/top up (in case the Loan to Value Ratio of the Pledge Shares is in excess of 60%) or a withdrawal (in case the Loan to Value Ratio of the Pledge Shares is below 40%) (see Note 5). The loan agreements also contain provisions for the maintenance of a Debt Service Account to be used by the Company to service interest payments and principal repayments, maintenance of debt to equity ratio, debt service coverage ratio and loan to value ratio, continuity of or change in business, distribution of quarterly unaudited and annual audited financial statements to noteholders, payment of indebtedness as they fall due, sale of assets, maintenance of ownership in MERALCO, issuance of preferred shares, declaration and payment of dividends, additional indebtedness and guarantees, negative pledge, prepayments, additional investments, arm's length transactions, change in ownership, redemption of preferred shares, and loans or advances to directors, officers and stockholders.

The pledge on the MERALCO shares have been terminated upon full and final discharge of the obligation under the Note Facility Agreements.

8. Related Party Transactions

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or under common control with the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties. In considering each possible related entity relationship, attention is directed to the substance of the relationship, and not merely to the legal form.

As at December 31, 2019 and 2018, the Company has no receivable from or payable to related parties, other than investments and advances.

Compensation of Key Management Personnel

The Company has no employees as at December 31, 2019 and 2018. The accounting and administrative functions are provided by MPIC at no cost.

9. Equity

The details of the Company's capital stock as at December 31, 2019 and 2018 are as follow:

	2019		2018	
	No. of Shares	**Amount**	No. of Shares	Amount
	(In Millions except for number of shares)			
Authorized common shares - ₱1.00 par value	**3,000,000,000**	**₱3,000**	3,000,000,000	₱3,000
Authorized preferred shares:				
Class A - ₱1.00 par value	**2,000,000,000**	**2,000**	2,000,000,000	2,000
Class B - ₱1.00 par value	**1,000,000,000**	**1,000**	1,000,000,000	1,000
Balance at December 31	**6,000,000,000**	**₱6,000**	6,000,000,000	₱6,000
Common shares (issued and outstanding)	**2,711,972,369**	**₱2,712**	2,711,972,369	₱2,712
Preferred shares - Class A (issued and outstanding)	**2,000,000,000**	**₱2,000**	2,000,000,000	₱2,000
Preferred shares - Class B (issued and outstanding)				
Balance at beginning of the year	**554,675,120**	**₱555**	554,675,120	₱555
Additional issuance during the year	**213,793,103**	**214**	–	–
Issued - Class B preferred shares	**768,468,223**	**₱769**	554,675,120	₱555
Less: Treasury shares	**(554,675,120)**	**(555)**	(554,675,120)	(555)
Balance at end of the year	**213,793,103**	**₱214**	–	₱–
Treasury shares - Class B preferred shares	**554,675,120**	**₱7,000**	554,675,120	₱7,000

Authorized Capital Stock

The preferred shares of the Company comprise of Class A and Class B preferred shares. The preferred shares of Beacon are non-voting, non-convertible to common shares or any shares of any class of Beacon, have no pre-emptive rights to subscribe to any share or convertible debt securities or warrants issued or sold by Beacon and redeemable anytime at the option of the Company. The preference shareholder is entitled to liquidation preference and yearly cumulative dividends at the rate of 7% (for the Class A preferred shares) and 6% (for the Class B preferred shares) of the issue value subject to: (a) availability of unrestricted retained earnings; and (b) dividend payment restrictions imposed by Beacon's bank creditors.

The preferred shares are redeemable at the option of the Company subject to applicable laws and regulations and any applicable restrictions under any loan or financing documents executed by the Company in favor of its bank creditors. The preferred shares shall be redeemable by the Company by paying the issue value of the preferred shares and all outstanding dividends due on the preferred shares at the time of redemption. Once redeemed by the Company, the preferred shares shall become treasury shares, which may be disposed of by the Company on such terms as the BOD of the Company may approve.

Additional Issuance of Common Shares

On March 14, 2018, the Company's BOD approved the issuance of 128,947,369 common shares to MPIC, to be taken out of the unissued shares of the authorized capital stock of the Corporation, at the price of ₱38.00 per common share, or the aggregate subscription price of ₱4,900.0 million, payable in cash. The amount was fully-settled on March 15, 2018.

Transaction costs related to this issuance amounting to ₱1.3 million was charged against 'Additional paid-in capital' account of the Company's statement of financial position.

Additional Issuance of Class B Preferred Shares
On November 6, 2019, the Company's BOD approved the issuance of 213,793,103 Class B preferred shares to MPIC, to be taken out of the unissued shares of the authorized capital stock of the Corporation, at the price of ₱29.00 per common share, or the aggregate subscription price of ₱6,200.0 million, payable in cash. The amount was fully-settled on November 29, 2019.

Transaction costs related to this issuance amounting to ₱2.1 million was charged against 'Additional paid-in capital' account of the Company's statement of financial position.

Treasury Shares
In September 30, 2016, Beacon redeemed 198,098,257 Class B preferred shares held by PCEV amounting to ₱2,500.0 million. Furthermore, in April 20, 2017 and May 26, 2017, Beacon redeemed the Class B preferred shares held by PCEV (79,239,303 shares) for ₱1,000.0 million and by MPIC (277,337,560 shares) for ₱3,500.0 million.

During 2019, the Company paid documentary stamp taxes relating to these redemptions, including penalties, amounting to ₱3.5 million.

Dividends Declared
The Company declared cash dividends in favor of its common shareholders:

Declaration Date	Record Date	Payment Date	Amount
			(In Million Pesos)
December 10, 2019	**December 31, 2019**	**On or before December 31, 2019**	**₱3,850**
December 5, 2018	December 31, 2018	On or before January 11, 2019	1,810

The Company declared cash dividends on the preferred share in favor of its preferred shareholders:

Declaration Date	Record Date	Payment Date	Amount
			(In Million Pesos)
Class A preferred shares:			
December 10, 2019	**December 31, 2019**	**On or before December 31, 2019**	**₱810**
May 27, 2019	**June 28, 2019**	**On or before June 30, 2019**	**405**
May 27, 2019	**March 31, 2019**	**On or before June 28, 2019**	**405**
December 5, 2018	December 31, 2018	On or before January 11, 2019	2,508

There were no undeclared cumulative dividends by the Company for Class A preferred shares in 2019 and 2018; and for Class B preferred shares, total cumulative dividends not yet declared amounted to ₱32.0 million and nil in 2019 and 2018, respectively.

On February 26, 2020, the BOD approved the declaration of the cash dividends amounting to ₱4,000.0 million in favor of the Company's common shareholders of record as of the record date at March 31, 2020 with payment date of April 16, 2020. On the same date, the BOD also approved the declaration of cash dividends amounting to ₱405.1 million and ₱125.0 million in favor of Class A preferred shareholders and Class B preferred shareholders, respectively.

10. **Income Taxes**

The reconciliation between the provision for income tax at the applicable statutory tax rate and the actual provision for income tax for the years ended December 31, 2019 and 2018 is as follows:

	2019	2018
	(In Million Pesos)	
Provision for income tax at statutory tax rate	**₱1,789**	₱1,259
Tax effects of:		
Nontaxable dividend income	**(1,898)**	(1,581)
Expired NOLCO	**271**	592
Movement in unrecognized deferred tax assets on NOLCO	**(137)**	(248)
Income already subjected to final tax	**(42)**	(38)
Nondeductible portion of interest expense	**18**	16
Share issuance costs	**(1)**	–
Actual provision for income tax	**₱–**	₱–

The Company’s deferred income tax assets arising from NOLCO amounting to ₱771.9 million and ₱908.8 million as at December 31, 2019 and 2018, respectively, have not been recognized in the statements of financial position as it is not probable that future taxable income will be sufficient against which these can be utilized. NOLCO for which no deferred tax assets have been recognized amounted to ₱2,573.0 million and ₱3,029.4 million as at December 31, 2019 and 2018, respectively.

Unutilized NOLCO which can be deducted against future taxable income is as follows:

Date Incurred	Expiry Date	Amount
		(In Million Pesos)
December 31, 2017	December 31, 2020	₱977
December 31, 2018	December 31, 2021	1,148
December 31, 2019	December 31, 2022	448

The Company’s NOLCO amounting to ₱904 million has expired in 2019.

For the years ended December 31, 2019 and 2018, the Company has no taxable profit subject to RCIT and MCIT.

11. **Financial Risk Management Objectives and Policies**

The Company’s principal financial instruments consist mainly of borrowings from local financial institutions and short-term deposits, proceeds of which were used for the acquisition of investments and for financing operations. The Company has other financial assets and liabilities such as cash in banks, receivables, and other current liabilities which arise directly from the Company’s operations.

The main risks arising from the Company’s financial instruments are interest rate risk, liquidity risk and credit risk from its use of financial instruments. The BOD reviews and approves policies of managing each of the risks as summarized below.

Interest Rate Risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relate primarily to its long-term debt. The Company manages interest rate exposure by using a mix of fixed rate and variable rate debts.

Fixed rate debt is subject to fair value interest rate risk while variable rate debt is subject to cash flow interest rate risk. Save for the loan that is subject to interest rate repricing on the fifth year (see Note 7), the Company's interest on long-term debts are fixed until maturity as at December 31, 2019 and 2018. Should the interest rate on the repricing date for this loan be significantly higher than the current fixed rate, the Company has an option to prepay or refinance the loan starting on the fifth year at every interest payment date.

As discussed in Note 7, the Company prepaid its long-term debt in 2019.

Liquidity Risk
Liquidity risk is the risk of not meeting obligations as they become due because of an inability to liquidate assets or obtain funding. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans.

As part of the liquidity strategy, the Company sets aside cash to ensure that financial obligations will be met as they fall due. As at December 31, 2019 and 2018, the Company has cash and cash equivalents, which are short-term in nature, amounting to ₱455.7 million and ₱2,485.8 million, respectively. These are allocated to meet the Company's short-term liquidity needs.

The Company's liquidity and funding management process include the following:

- Managing the concentration and profile of debt maturities;
- Maintaining debt financing plans; and
- Monitoring statement of financial position liquidity ratios against internal and regulatory requirements.

The table below summarizes the maturity profile of the Company's financial assets and liabilities as at December 31, 2019 and 2018 based on undiscounted contractual payments.

	2019						
	On Demand	2020	2021	2022	2023	2024 and Beyond	Total
				(In Million Pesos)			
Financial Assets							
At amortized cost:							
Cash and cash equivalents:							
Cash in banks	₱7	₱–	₱–	₱–	₱–	₱–	₱7
Short-term deposits	–	449	–	–	–	–	449
Receivables - Interest receivable	–	1	–	–	–	–	1
	7	450	–	–	–	–	457
Financial Liabilities							
Other financial liabilities –							
Other current liabilities*	–	–	–	–	–	–	–
	–	–	–	–	–	–	–
	₱7	₱450	₱–	₱–	₱–	₱–	₱457

**Excluding statutory payables amounting to ₱14.0 million.*

	2018						
	On Demand	2019	2020	2021	2022	2023 and Beyond	Total
				(In Million Pesos)			
Financial Assets							
Loans and receivables:							
Cash and cash equivalents:							
Cash in banks	₱34	₱–	₱–	₱–	₱–	₱–	₱34
Short-term deposits	–	2,452	–	–	–	–	2,452
Receivables - Interest receivable	–	11	–	–	–	–	11
	34	2,463	–	–	–	–	2,497
Financial Liabilities							
Other financial liabilities:							
Accounts payable and other current liabilities*:							
Dividends payable	–	1,406	–	–	–	–	1,406
Others	–	1	–	–	–	–	1
Long-term debt:							
Principal	–	433	495	495	981	4,785	7,189
Interest	–	395	369	339	304	714	2,121
	–	2,235	864	834	1,285	5,499	10,717
	₱34	₱228	(₱864)	(₱834)	(₱1,258)	(₱5,499)	(₱8,220)

**Excluding statutory payables amounting to ₱15.6 million.*

Credit Risk
Credit risk is the risk that the Company will incur a loss arising from counterparties that fail to discharge their contracted obligations. The Company manages and controls credit risk by setting limits on the amount of risk that the Company is willing to accept for individual counterparties and by monitoring exposures in relation to such limits.

With the exception of cash and cash equivalents, the Company's maximum exposure to credit risk is equal to the carrying amount of these instruments. The Company has no concentration of credit risk.

The aggregate cash and cash equivalents and receivables amounting to ₱456.5 million and ₱2,496.6 million as at December 31, 2019 and 2018, respectively, are all neither past due nor impaired. The Company classified the credit quality of its cash and cash equivalents and receivables as high grade since they are collectible on their due dates.

Capital Management
The primary objective of the Company's capital management is to ensure that the Company has sufficient funds in order to support its business, pay existing obligations and maximize shareholder value. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions. To manage or adjust the capital structure, the Company may obtain additional advances from stockholders, return capital to shareholders or issue new shares.

The capital being managed by the Company consists of capital stock and additional paid-in capital (net of treasury shares) aggregating to ₱85,862.9 million and ₱79,665.1 million as at December 31, 2019 and 2018, respectively. The Company monitors capital on the basis of debt-to-equity ratio. Debt-to-equity ratio is calculated as long-term debt over equity.

The Company's strategy is to maintain a sustainable debt-to-equity ratio. The debt-to-equity ratio as at December 31, 2019 and 2018 is as follows:

	2019	2018
	(In Million Pesos, except for Ratio)	
Long-term debt (Note 8)	**₱–**	₱7,139
Equity	**95,346**	88,654
Debt-to-equity ratio	–	1:12.4

12. Financial Assets and Financial Liabilities

The carrying values of cash and cash equivalents, receivables and other current liabilities approximate their fair values at the end of the reporting period due to the relatively short-term nature of the transactions.

The long-term debt with carrying value of ₱7,138.9 million as at December 31, 2018 has an estimated fair value of ₱6,458.0 million, using level 2 inputs. Estimated fair value is based on the discounted value of future cash flows using the prevailing credit rates ranging from 5.41% to 7.07% in 2018. In 2019, the Company prepaid all of its existing long-term debts (see Note 7).

13. Events After the Reporting Date

MERALCO's Dividend Declaration. On February 24, 2020, the BOD of MERALCO approved the declaration of cash dividends of ₱10.395 a share to all shareholders of record as at March 20, 2020, payable on April 15, 2020. This consists of a final regular cash dividend of ₱5.108 per share and a special cash dividend of ₱5.287 per share. The total dividends attributable to the Company is ₱4,096.2 million.

14. Supplemental Cash Flow Information

The following table shows significant changes in long-term debt, a financing activity, including changes arising from cash flows and non-cash changes:

	2019	2018
	(In Millions)	
Balance at beginning of the year	**₱7,139**	₱14,903
Cash flow statement (see statements of cash flow)		
Payments	**(7,189)**	(7,820)
Non-cash:		
Amortization of debt issue cost	**₱8**	₱12
Adjustment to amortized cost due to change in expected cash flows	**42**	44
	50	56
Balance at end of the year (see Note 7)	**₱–**	₱7,139

15. **Future Changes in Accounting Policies**

The standards, interpretations amendments and improvements to the standards that are issued, but not yet effective as at December 31, 2019 are disclosed below. The Company intends to adopt these, if applicable, when they become effective. The Company does not expect the amendments and new standards to have significant impact on the its financial statements.

Effective beginning on or after January 1, 2020

- Amendments to PFRS 3, *Business Combinations*

  The amendments to PFRS 3 clarify the minimum requirements to be a business, remove the assessment of a market participant's ability to replace missing elements, and narrow the definition of outputs. The amendments also add guidance to assess whether an acquired process is substantive and add illustrative examples. An optional fair value concentration test is introduced which permits a simplified assessment of whether an acquired set of activities and assets is not a business.

  An entity applies those amendments prospectively for annual reporting periods beginning on or after January 1, 2020, with earlier application permitted.

  These amendments will apply on future business combinations of the Company.

- Amendments to PAS 1, *Presentation of Financial Statements* and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*

  The amendments refine the definition of material in PAS 1 and align the definitions used across PFRSs and other pronouncements. They are intended to improve the understanding of the existing requirements rather than to significantly impact an entity's materiality judgements.

  An entity applies those amendments prospectively for annual reporting periods beginning on or after January 1, 2020, with earlier application permitted.

Effective beginning on or after January 1, 2021

- PFRS 17, *Insurance Contracts*

  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

PFRS 17 is effective for reporting periods beginning on or after January 1, 2021, with comparative figures required. Early application is permitted.

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

  The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

  On January 13, 2016, the Financial Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (IASB) completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

16. Supplementary Information Required Under Revenue Regulations (RR) 15-2010

On December 28, 2010, RR 15-2010 became effective and amended certain provisions of RR 21-2002 prescribing the manner of compliance with any documentary and/or procedural requirements in connection with the preparation and submission of financial statements and income tax returns. Section 2 of RR 21-2002 was further amended to include in the Notes to Financial Statements information on taxes, duties and license fees paid or accrued during the year in addition to what is mandated by PFRSs.

Below is the additional information required by RR 15-2010. This information is presented for purposes of filing with the BIR and is not a required part of the basic financial statements.

The Company reported and/or paid the following types of taxes for the year.

All values presented below are rounded to the nearest peso.

Value Added Tax (VAT)
The Company has no revenue that is subject to output VAT in 2019.

Input VAT arising from domestic purchase of services is detailed as follows:

Balance at January 1, 2019	₱6,207,371
Domestic purchases of services for the year	49,381
Balance at December 31, 2019	₱6,256,752

Withholding Taxes and Importation Duties
The Company has accrued expanded withholding tax amounting to ₱69,050,338 and paid ₱70,518,650 for the year ended December 31, 2019. The Company has no importation in 2019.

Documentary Stamp Taxes (DST)
The DST paid/accrued on the following transactions are as follows:

Transaction	Amount	DST
Original issuance of shares of stocks*	₱213,793,103	₱2,137,931
Lease	35,357	75
Redemption of shares	554,675,120	2,080,032
Total	₱768,503,580	₱4,218,038

**Charged against additional paid-in capital*

Taxes and Licenses
The Company's taxes and licenses for the year are as follows:

Business taxes	₱5,171,020
Documentary stamp taxes*	2,080,107
Total	₱7,251,127

**Excluding DST from additional issuance of shares as shown in the DST schedule above which was paid but was charged against additional paid-in capital.*

Tax Assessments and Cases
The Company has no outstanding final tax assessments with the BIR and tax cases in any other courts or bodies outside of the BIR as at December 31, 2019.